

Corporate Office: 7, Sham Nath Marg, Delhi-110 054 Telephone: 91-11-2389 0505 Facsimile: 91-11-2389 0575

Website: www.eihltd.com CIN: L55101WB1949PLC017981

11th July, 2017

| The National Stock Exchange | BSE Limited                  | The Calcutta Stock Exchange |
|-----------------------------|------------------------------|-----------------------------|
| of India Limited            | Corporate Relationship Dept. | Limited                     |
| Exchange Plaza, 5th Floor   | 1st Floor, New Trading Ring  | 7, Lyons Range              |
| Plot NoC/1, G Block         | Rotunda Building             | Kolkata-700001              |
| Bandra Kurla Complex        | Phiroze Jeejeebhoy Towers    |                             |
| Bandra(E)                   | Dalal Street, Fort           |                             |
| Mumbai - 400 051.           | Mumbai-400001                |                             |
|                             |                              |                             |
| Code: EIHOTEL               | Code:500840                  | Code:05                     |

**Sub: Compliance Report on Corporate Governance** 

Dear Sir / Madam,

Pursuant to Regulation 27 of SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015 (Listing Regulations), we are enclosing herewith Compliance Report on Corporate Governance for the Quarter ended  $30^{th}$  June, 2017.

Kindly take the above in your records and send us a line of confirmation.

Thanking you,

Yours faithfully

For EIH Limited

S.N. Sridhar

**Company Secretary** 



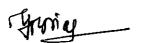
## CORPORATE GOVERNANCE REPORT

1 Name of Listed Entity **EIH Limited** 

Quarter ended 30th June, 2017

| I. Compo<br>Title<br>(Mr /<br>Ms) | osition of Board of Director  Name of Director | PAN & DIN              | Category<br>(Chairperson<br>/ Executive /<br>Non- | Date of<br>Appointme<br>nt in the | Tenure  | No. of<br>Directorsh  | Number of memberships | Number of post of<br>Chairperson in Audit                                    |
|-----------------------------------|--|------------------------|---|-----------------------------------|---------|---|-----------------------|--|
| (Mr /                             | Name of Director                               | PAN & DIN              | (Chairperson<br>/ Executive /<br>Non-             | Appointme                         | Tenure  |   |                       |  |
| •                                 |  |                        | Executive /<br>Independent<br>/ Nominee)          | Current<br>term /<br>Cessation    |         | ip in listed<br>entities<br>including<br>this listed<br>entity* |                       | / Stakeholder Committee held in listed entities including this listed entity |
| Mr.                               | Prithviraj Singh Oberoi                        | AADPO2048R<br>00051894 | Chairperson<br>and Executive<br>Director          | N.A                               | N.A     | 0   | 1                     | 1  |
| Mr.                               | Shib Sanker Mukherji                           | AFAPM4885)<br>00103770 | Executive<br>Director                             | N.A                               | N.A     | 0   | 4                     | 0  |
| Mr.                               | Vikramjit Singh Oberoi                         | AADP02050R<br>00052014 | Executive<br>Director                             | N.A                               | N.A     | 0   | 3                     | 0  |
| Mr.                               | Arjun Singh Oberoi                             | AADPO2049Q<br>00052106 | Executive<br>Director                             | N.A                               | N.A     | 0   | . 3                   | 0  |
| Mrs.                              | Nita M. Ambani                                 | AADPA3704E<br>03115198 | Non<br>Executive<br>Director                      | N.A                               | N.A     | 0   | 0                     | 0  |
| Mrs.                              | Renu Sud Karnad                                | AAEPK2992H<br>00008064 | Independent<br>Director                           | 06th Aug,<br>2014                 | 5 years | 3   | . 2                   | 1  |
| Mr.                               | Manoj Harjivandas Modi                         | AACPM2036L<br>00056207 | Non<br>Executive<br>Director                      | N.A                               | N.A     | 0   | 2                     | 0  |
| Mr.                               | S.K. Dasgupta                                  | ADJPD7517K<br>00038804 | Independent<br>Director                           | 06th Aug,<br>2014                 | 5 years | 1   | 1                     | 2  |
| Mr.                               | Sudipto Sarkar                                 | AZWPS5020M<br>00048279 | Independent<br>Director                           | 30th Oct,<br>2014                 | 5 years | 4   | 3                     | 2  |
| Mr.                               | Anil Kumar Nehru                               | AAAPN9136G<br>00038849 | Independent<br>Director                           | 06th Aug,<br>2014                 | 5 years | 2   | 2                     | 2  |
| Mr.                               | Ganesh Lakshminarayan                          | AADPG6123F<br>00012583 | Independent<br>Director                           | 06th Aug,<br>2014                 | 5 years | 2   | 7                     | 0  |
| Mr.                               | Rajeev Gupta                                   | AAAPG1185E<br>00241501 | Independent<br>Director                           | 06th Aug,<br>2014                 | 5 years | 6   | 5                     | 0  |

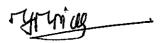
\*Only Independent Directorship in listed entity pursuant to Regulation 25(1)



| II. Comp | osition of Committee                      |                              |  |
|----------|---|------------------------------|--|
|          | Name of Committee                         | Name of Committee<br>members | Category<br>(Chairperson /<br>Executive/ Non-<br>Exective/ |
|          |   | Mr. Anil Nehru               | Chairperson & Independent Director                         |
|          |   | Mr. S.K. Dasgupta            | Independent<br>Director                                    |
| 1        | Audit Committee                           | Mr. L. Ganesh                | Independent<br>Director                                    |
|          |   | Mr. Rajeev Gupta             | Independent<br>Director                                    |
|          |   | Mr. S.S Mukherji             | Executive Director   |
|          |   | Mr. Arjun Oberoi             | Executive Director   |
|          |   | Mr. Anil Nehru               | Chairperson &<br>Independent<br>Director                   |
|          |   | Mr. L. Ganesh                | Independent<br>Director                                    |
| 2        | Nomination & Remuneration Committee       | Mr. S.K. Dasgupta            | Independent<br>Director                                    |
|          |   | Mr. Rajeev Gupta             | Independent<br>Director                                    |
|          |   | Mr. P.R.S. Oberoi            | Executive Director   |
| 3        | Risk Management Committee (if applicable) | Not Appl                     |  |
|          |   | Mr. S.K. Dasgupta            | Chairperson &<br>Independent<br>Director                   |
| 4        | Stakeholders Relationship Committee       | Mr. P.R.S. Oberoi            | Executive Director   |
|          |   | Mr. S.S Mukherji             | Executive Director   |
|          |   | Mr. Vikram Oberoi            | Executive Director   |
|          |   | Mr. Arjun Oberoi             | Executive Director   |

| III. Meeting of Board of Directors                  |   |  |  |
|---|---|--|--|
| Date(s) of Meeting (if any) in the previous quarter | Date(s) of meeting (if any) in the relevant quarter | Maximum gap<br>between any two<br>consecutive (in<br>number of days) |  |
| 23rd January, 2017                                  |   | 62   |  |
| 28th March, 2017                                    | 30th May, 2017                                      |  |  |
|   |   |  |  |

| IV. Meeting of Committees                                   |  |   |   |  |  |  |
|---|--|---|---|--|--|--|
| Date(s) of meeting of the Committee in the relevant quarter | Whether requirement of Quorum met(details) | Date(s) of meeting of the Committee in the previous quarter | Maximum gap between any two consecutiv e meetings in number of days |  |  |  |
| Audit Committee (17th May, 2017)                            | No   | Audit Committee (23rd January, 2017)                        | 113   |  |  |  |
| Audit Committee (29th May, 2017)                            | Yes  |   |   |  |  |  |



| V. Related Party Transactions  |     |  |  |  |
|--|-----|--|--|--|
| Whether prior approval of audit committee obtained   | Yes |  |  |  |
| Whether shareholders approval obtained for material RPT  | N.A |  |  |  |
| Whether details of RPT enetered into pursuant to omnibus approval have been reviewd by Audit Committee | Yes |  |  |  |

|   | VI. Affirmations  |
|---|---|
| : | The Composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosures Requirements) Regulation, 2015   |
| 2 | The Composition of following committee is in terms of SEBI (Listing Obligations and Disclosures Requirements) Regulation, 2015  |
|   | a. Audit Committee  |
|   | b. Nomination & Remuneration Committee  |
|   | c. Stakeholders Relationship Committee  |
|   | d. Risk Management Committee - Not Applicable   |
|   | The Committee members have been made aware of their powers, role and responsibilities as specified in SEBI(Listing Obligation and Disclosure Requirements) Regulations, 2015  |
| 4 | The meetings of the Board of Directors and the above committees have been conducted in the manner as specified in SEBI(Listing Obligation and Disclosure Requirements) Regulations, 2015  |
| 5 | The Corporate Governance Report for the previous quarter ended 31st March, 2017 was placed at the Board Meeting held on 30th May, 2017. The Board Noted the same and didn't make any comments / observation / advise. This report will be placed at the next Board Meeting. |

| For EIH Limited   | <br> | <br>        |
|-------------------|------|-------------|
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| Company Secretary | <br> | <br><u></u> |